

Resolution of Board of Directors

Of

New Jersey Headwear Corp.

Whereas, it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

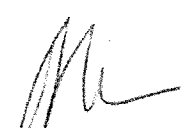
Be It Therefore Resolved, that Mitchell Cahn, President of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that Mitchell Cahn, President of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such Bankruptcy case; and

Be It Further Resolved, that Mitchell Cahn, President of this Corporation is authorized and directed to employ The Law Offices of William S. Katchen, to represent the Corporation in such Bankruptcy case; and

Be It Further Resolved, that Mitchell Cahn, President of this Corporation is authorized and directed to employ Bederson LLP as Financial Advisor to the Corporation in connection with such Bankruptcy case.

Dated: November 11, 2016

Signed: 

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MITCHELL CAHN, President